

Robert E. Spicer, Jr. (VSB No. 24194)  
William H. Schwarzschild, III (VSB No. 15274)  
R. Joseph Noble (VSB No. 77138)

**WILLIAMS MULLEN**

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*Counsel for LandAmerica Financial Group, Inc.*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:	)	
LANDAMERICA FINANCIAL	)	Chapter 11
GROUP, INC.,	)	
	)	Case No. 08-35994 (KRH)
Debtor.	)	

**THIRD INTERIM APPLICATION OF WILLIAMS MULLEN  
FOR ALLOWANCE OF COMPENSATION AND EXPENSE  
REIMBURSEMENT AS SPECIAL CORPORATE COUNSEL TO THE DEBTOR**

Williams, Mullen, Clark & Dobbins, P.C. ("Williams Mullen"), special corporate counsel for LandAmerica Financial Group, Inc. in the above-captioned case (the "Debtor"), submits the following as its Third Interim Application For Allowance Of Compensation And Expense Reimbursement As Special Corporate Counsel To The Debtor (the "Application") pursuant to 11 U.S.C. §§ 330 and 331 and Rule 2016 of the Federal Rules of Bankruptcy Procedure. In this Application, Williams Mullen seeks approval of compensation in the amount of \$38,373.50 and reimbursement of expenses in the amount of \$66.15 for the period of June 1, 2009 through and including August 31, 2009, and in support thereof states as follows:

**JURISDICTION**

1. The Court has jurisdiction to consider this matter under 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding under 28 U.S.C. § 157(b). Venue is before the Court

pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief requested herein are 11 U.S.C. §§ 330 and 331.

### **BACKGROUND**

3. On November 26, 2008 (the "Petition Date"), the Debtor filed a voluntary petition in this Court for relief under chapter 11 of the Bankruptcy Code, 11 U.S.C. §§ 101-1330 (the "Bankruptcy Code"). The Debtor continues to operate its business and manage its properties as debtor in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

4. On December 5, 2008, the Debtor applied to the Court for an order authorizing it to retain Williams Mullen as its special corporate counsel, effective *nunc pro tunc* to the Petition Date, to render legal services to the Debtor relating to the Debtor's ongoing business operations, including, without limitation, any corporate, securities, business combination, employee benefit, employment, and tax issues that may arise to the extent requested by the Debtor.

5. On December 16, 2008, Robert E. Spicer, Jr., on behalf of Williams Mullen, filed a supplemental declaration in support of the Debtor's application for the entry of an order authorizing the employment and retention of Williams Mullen as special corporate counsel to the Debtor.

6. On December 21, 2008, the Court entered an order (the "Retention Order") authorizing the Debtor to employ and retain Williams Mullen as its special corporate counsel effective *nunc pro tunc* to the Petition Date. A copy of the Retention Order is attached hereto as Exhibit A.

7. On December 21, 2008, the Court entered an Order Under Sections 105(a) and 331 Of The Bankruptcy Code Establishing Procedures For Interim Compensation (the "Interim

Compensation Order”). A copy of the Interim Compensation Order is attached hereto as Exhibit B.

8. Pursuant to the terms of the Interim Compensation Order, if no objection is filed to a monthly fee application within twenty (20) days of the date of filing of that application, then the respective professionals may be paid eighty-five percent (85%) of the fees and one hundred percent (100%) of the expenses set forth in the applicable monthly fee application.

9. The Interim Compensation Order provides for the payment of the remaining fifteen percent (15%) of fees following approval of the professional’s interim compensation request by this Court.

10. On July 16, 2009, Williams Mullen served its seventh Monthly Fee Request for the amount of \$14,919.10 consisting of \$14,884.00 for professional fees and \$35.10 for expenses relating to the period from June 1, 2009 through and including June 30, 2009. The 20 day period for objections expired on August 5, 2009 without any objections. On August 19, 2009, Williams Mullen was paid 85% of the requested professional fees and 100% of requested expenses, in the aggregate amount of \$12,686.50.

11. On September 1, 2009, Williams Mullen served its eighth Monthly Fee Request for the period from July 1, 2009 through and including July 31, 2009 for the amount of \$12,014.05, consisting of \$11,983.00 for professional fees and \$31.05 for expenses. The 20 day period for objections expired on September 21, 2009, without any objections. On September 30, 2009, Williams Mullen was paid 85% of the requested professional fees and 100% of requested expenses, in the aggregate amount of \$10,216.60.

12. On September 10, 2009, Williams Mullen served its ninth Monthly Fee Request for the period from August 1, 2009 through and including August 31, 2009 for the amount of

\$11,506.50, consisting of \$11,506.50 for professional fees and \$0.00 for expenses. The 20 day period for objections expired on September 30, 2009, without any objections. On October 9, 2009, Williams Mullen was paid 85% of the requested professional fees and 100% of requested expenses, in the aggregate amount of \$9,780.53.

13. Williams Mullen has rendered professional services to the Debtor from and including June 1, 2009 through and including August 31, 2009 (the "Interim Fee Period") for which it seeks compensation in the amount of \$38,373.50. The Debtor paid \$12,651.40 after the seventh Monthly Fee Request, \$10,185.55 after the eighth Monthly Fee Request, and \$9,780.53 after the ninth Monthly Fee Request, leaving a remaining balance of \$5,756.02. Attached hereto as Exhibit C is a statement of the fees incurred.

14. During the Interim Fee Period, Williams Mullen incurred \$66.15 in out-of-pocket expenses for which it seeks reimbursement. The Debtor paid \$35.10 after the seventh Monthly Fee Request, \$31.05 after the eighth Monthly Fee Request, and \$0.00 after the ninth Monthly Fee Request, leaving a remaining balance of \$0.00. Attached hereto as Exhibit C is a statement of the expenses incurred.

15. Pursuant to the Interim Compensation Order, Williams Mullen is filing this Application for allowance of compensation for professional services rendered and reimbursement of expenses in this case during the Interim Fee Period.

#### **SUMMARY OF SERVICES RENDERED**

16. Williams Mullen provided various services to the Debtor, which may be summarized as follows:

A. <u>Securities</u> – Total Hours 14.9	Total \$5,040.00
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ATTORNEY/ PARALEGAL	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
R. E. Spicer Jr.	1984	\$480.00	7.4	\$3,552.00
R. W. Hulcher	2006	\$295.00	1.2	\$354.00
M. D. Rundstrom	N/A	\$180.00	4.6	\$828.00
N. F. Wagner	N/A	\$180.00	1.7	\$306.00

Description

Correspondence, conferences, document review, legal advice, legal analysis, and SEC filings.

Attached hereto as Exhibit C- Securities is a complete statement of such services rendered by Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor with its public company reporting obligations under the Securities Exchange Act of 1934, and related matters.

B. Cash Balance Plan – Total Hours 29.5 Total \$10,171.00

ATTORNEY/ PARALEGAL	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
B. M. Dewitt	1995	\$370.00	24.7	\$9,139.00
E. P. Hindsley	2008	\$230.00	3.6	\$828.00
C. G. Pollock	N/A	\$170.00	1.2	\$204.00

Description

Correspondence, conferences, document preparation, document review, research, legal advice, and legal analysis.

Attached hereto as Exhibit C- Cash Balance Plan is a complete statement of such services rendered by Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor with its review and oversight of issues arising in connection with the Cash Balance Plan.

C. Employee Savings and Stock Ownership Plan – Total Hours 28.9 Total \$10,715.00

ATTORNEY/ PARALEGAL	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
C. M. Marriott	1986	\$480.00	0.2	\$96.00
B. M. Dewitt	1995	\$370.00	28.7	\$10,619.00

Description

Correspondence, conferences, document preparation, document review, research, legal advice, and legal analysis.

Attached hereto as Exhibit C- Employee Savings and Stock Ownership Plan is a complete statement of such services rendered by Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor with plan amendments, review of documents and other plan issues.

D. General Employee Benefits – Total Hours 0.8 Total \$384.00

ATTORNEY/ PARALEGAL	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
C. M. Marriott	1986	\$480.00	0.8	\$384.00

Description

Correspondence, legal advice, and legal analysis.

Attached hereto as Exhibit C- General Employee Benefits is a complete statement of such services rendered by Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor with issues in connection with employee benefit plans and related matters arising generally from the bankruptcy filing of the Debtor.

E. Bankruptcy – Total Hours 33.0 Total \$12,063.50

ATTORNEY/ PARALEGAL	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS	FEE
R. E. Spicer Jr.	1984	\$480.00	13.8	\$6,624.00
W. H. Schwarzschild III	1975	\$480.00	2.3	\$1,104.00
R. D. Perrow	1975	\$425.00	2.3	\$977.50
R. J. Noble	2008	\$230.00	14.6	\$3,358.00

Description

Correspondence, conferences, document preparation, document review, research, bankruptcy filings, legal advice, and legal analysis.

Attached hereto as Exhibit C- Bankruptcy is a complete statement of such services rendered by Williams Mullen.

Necessity and Benefit to the Estate

Williams Mullen assisted the Debtor by monitoring its bankruptcy filings and preparing necessary documents for filing with the Court relating to the engagement of Williams Mullen as special corporate counsel to the Debtor.

17. The total amount of interim compensation requested by Williams Mullen is based

on the hourly rates normally charged by the attorneys and the paralegals who performed legal services for the Debtor in this matter and are further summarized on Exhibit C.

18. Attached hereto as Exhibit D is a summary sheet concerning this Application. The fees sought by Williams Mullen are reasonable for the work it performed and in practice before the United States Bankruptcy Court. Such fees are customary for the specialized services provided and are comparable in amount to services rendered by other attorneys in the area. The fees sought herein are reasonable considering the nature and extent of the work, the time spent, and the value of the services.

19. Williams Mullen hereby certifies that it has submitted and served monthly statements as permitted under the Interim Compensation Order. In addition, it will file and serve this Application as required under the Interim Compensation Order.

20. Williams Mullen submits that the legal services rendered to the Debtor and the out-of-pocket expenses incurred therewith were necessary and reasonable in view of the Debtor's obligations in this case and the scope and nature of the matters in which the Debtor was involved.

21. This Application is made without prejudice to the firm's right to seek further interim allowances and/or final allowance of compensation in the future in accordance with the Retention Order and the Interim Compensation Order.

### **CONCLUSION**

WHEREFORE, Williams Mullen respectfully requests that the Court enter an Order substantially in the form attached hereto as Exhibit E approving the compensation and reimbursement of expenses requested herein, authorizing and directing the Debtor to pay such amounts and granting such other and further relief as the Court deems appropriate.

WILLIAMS MULLEN

By: /s/ William H. Schwarzschild, III  
Counsel

6845917\_1.DOC



**EXHIBIT A**

**[Retention Order Attached]**

Paul V. Shalhoub (Admitted *Pro Hac Vice*)  
Rachel C. Strickland (Admitted *Pro Hac Vice*)  
Jamie M. Ketten (Admitted *Pro Hac Vice*)  
WILLKIE FARR & GALLAGHER LLP  
787 Seventh Avenue  
New York, New York 10019  
(212) 728-8000

– and –

Dion W. Hayes (VSB No. 34304)  
John H. Maddock III (VSB No. 41044)  
McGUIREWOODS LLP  
One James Center  
901 East Cary Street  
Richmond, Virginia 23219-4030  
(804) 775-1000

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

-----X		
In re	:	Chapter 11
	:	
LandAmerica Financial Group, Inc.,	:	Case No. 08-35994 (KRH)
	:	
Debtor.	:	
-----X		

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF  
WILLIAMS MULLEN AS SPECIAL CORPORATE COUNSEL FOR  
THE DEBTOR LANDAMERICA FINANCIAL GROUP, INC.  
EFFECTIVE NUNC PRO TUNC TO THE PETITION DATE**

Upon the application (the “Application”)<sup>1</sup> of the above captioned debtor LandAmerica Financial Group, Inc. (the “Debtor” or “LFG”) for the entry of an order authorizing the Debtor to employ and retain Williams, Mullen, Clark and Dobbins, P.C. (“Williams Mullen”) as special corporate counsel to LFG on a limited basis effective as of the date LFG filed its chapter 11 petition, pursuant to sections 327(e) and 330 of title 11 of the United States Code (the

<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings assigned to them in the Application.

“Bankruptcy Code”) and Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rules 2014-1 and 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Eastern District of Virginia (the “Local Bankruptcy Rules”); and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. § 157 and 1334; and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. § 1408 and 1409; and the Court having reviewed the Application and the Spicer Declaration; and based on the representations of counsel made on the record at the hearing on this Application held on December 16, 2008; and the Court being satisfied based on the representations made in the Application and the Spicer Declaration that Williams Mullen does not hold or represent an interest adverse to the Debtor’s estate with respect to the matters on which it is to be employed, as required by section 327(e) of the Bankruptcy Code; and it appearing to the Court that the relief requested is in the best interests of the Debtor’s estate, their creditors and other parties in interest; and good, adequate and sufficient cause has been shown to justify the immediate entry of this order; and after due deliberation and sufficient cause appearing therefor, it is hereby:

**ORDERED, ADJUDGED, AND DECREED that:**

1. The Application is GRANTED subject to the terms and conditions herein.
2. The Debtors will file and serve the Supplemental Declaration of Robert E. Spicer, Jr. (the “Supplemental Spicer Declaration”) in support of the Application.
3. Upon filing and service of the Supplemental Spicer Declaration, parties in interest shall have ten (10) days in which to object to the retention of Williams Mullen.

4. If no objections are filed within ten (10) days of the filing of the Supplemental Spicer Declaration, LFG's retention of Williams Mullen shall be hereby approved without further order of the Court. If an objection is timely filed, LFG shall schedule and notice a hearing for the Court to consider the Application in accordance with the procedures set forth in this Court's Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 32).

5. LFG, and only LFG, is authorized to employ and retain Williams Mullen as special corporate counsel effective *nunc pro tunc* as of to the Petition Date in accordance with the terms and conditions set forth in this Order and the Spicer Declaration.

6. Williams Mullen is authorized to render professional services to LFG as described in the Spicer Declaration on matters related to the Debtor's ongoing business operations, including, without limitation, any corporate, securities, business combination, employee benefit, employment, and tax issues that may arise to the extent requested by the Debtor.

7. Williams Mullen shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtor's chapter 11 case in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, guidelines established by the Office of the U.S. Trustee and any other applicable procedures and orders of the Court.

8. The Debtor is authorized to take all actions necessary to effectuate the relief granted pursuant to this order in accordance with the Application.

9. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: Richmond, Virginia  
December \_\_\_\_, 2008

Dec 21 2008 /s/ Kevin R. Huennekens

HONORABLE KEVIN. R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE  
Entered on Docket: 12/22/2008

WE ASK FOR THIS:  
Paul V. Shalhoub, Esq.  
Rachel C. Strickland, Esq.  
Jamie M. Ketten, Esq.  
WILLKIE FARR & GALLAGHER LLP  
787 Seventh Avenue  
New York, New York 10019  
(212) 728-8000

- and -

/s/ Dion W. Hayes  
Dion W. Hayes (VSB No. 34304)  
John H. Maddock III (VSB No. 41044)  
McGUIREWOODS LLP  
One James Center  
901 East Cary Street  
Richmond, Virginia 23219-4030  
(804) 775-1000

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Rule 9022-1 (C), I hereby certify that the foregoing proposed order substantially in the form herein was served upon all necessary parties.

/s/ Dion W. Hayes

\6865862.1

**EXHIBIT B**

**[Interim Compensation Order Attached]**

Paul V. Shalhoub (Admitted *Pro Hac Vice*)  
Rachel C. Strickland (Admitted *Pro Hac Vice*)  
Jamie Ketten, Esq (Admitted *Pro Hac Vice*)  
WILLKIE FARR & GALLAGHER LLP  
787 Seventh Avenue  
New York, New York 10019  
(212) 728-8000

– and –

Dion W. Hayes (VSB No. 34304)  
John H. Maddock III (VSB No. 41044)  
McGUIREWOODS LLP  
One James Center  
901 East Cary Street  
Richmond, Virginia 23219-4030  
(804) 775-1000

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

-----X	
In re	: Chapter 11
	:
LandAmerica Financial Group, Inc., <i>et al.</i>	: Case No. 08-35994 (KRH)
	:
Debtors.	: (Jointly Administered)
-----X	

**ORDER UNDER SECTIONS 105(a) AND 331 OF THE BANKRUPTCY  
CODE ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION**

Upon the motion (the “**Motion**”) of the debtors and debtors in possession in the above-captioned cases (the “**Debtors**”), pursuant to sections 105(a) and 331 of the Bankruptcy Code, seeking entry of an order establishing procedures for interim compensation and reimbursement of expenses of professionals retained in these cases; and due and sufficient notice of the Motion having been provided as set forth in the Motion; and it appearing that no other or further notice need be provided; and no



objections having been filed; and it appearing that the relief requested by the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and after due deliberation thereon and sufficient cause appearing therefor, it is hereby:

**ORDERED, ADJUDGED, AND DECREED that:**

- .1 The Motion is GRANTED.
- .2 Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.
- .3 Except as may otherwise be provided in orders of this Court authorizing the retention of specific professionals, all professionals in these cases may seek interim compensation in accordance with the procedures set forth in Exhibit A attached hereto.
- .4 Each member of the Creditors' Committees shall be permitted to submit statements of expenses and supporting vouchers to counsel to its committee, which shall collect and submit such requests for reimbursement in accordance with the foregoing procedure for monthly and interim compensation and reimbursement of Professionals; provided, however, that all Creditors' Committee member requests for reimbursement of such members' attorneys' fees or expenses must be made by separate application and scheduled for hearing upon proper notice.
- .5 All time periods referenced in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).
- .6 The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived.

.7 This Court retains jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Dec 21 2008

Dated: Richmond, Virginia  
December \_\_\_\_, 2008

/s/ Kevin Huennekens

HONORABLE KEVIN R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Entered on Docket: 12/22/2008

Paul V. Shalhoub (Admitted *Pro Hac Vice*)  
Rachel C. Strickland (Admitted *Pro Hac Vice*)  
Jamie M. Ketten (Admitted *Pro Hac Vice*)  
WILLKIE FARR & GALLAGHER LLP  
787 Seventh Avenue  
New York, New York 10019  
(212) 728-8000

- and -

/s/ John H. Maddock III  
Dion W. Hayes (VSB No. 34304)  
John H. Maddock III (VSB No. 41044)  
McGUIREWOODS LLP  
One James Center  
901 East Cary Street  
Richmond, Virginia 23219-4030  
(804) 775-1000

**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

Pursuant to Local Rule 9022-1 (C), I hereby certify that the foregoing proposed order was served upon all necessary parties.

/s/ John H. Maddock III

V6867212.1

**Exhibit A**  
Interim Compensation Procedures

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

-----X  
In re : Chapter 11  
:   
LandAmerica Financial Group, Inc., *et al.* : Case No. 08-35994 (KRH)  
:   
Debtors. : (Jointly Administered)  
-----X

**LANDAMERICA FINANCIAL GROUP INC., ET AL. INTERIM  
COMPENSATION PROCEDURES**

On the date that is no earlier than the 10th day of each month following the month for which compensation is sought, each Professional will serve a monthly fee request (the "**Monthly Fee Request**"), which need not include a narrative, but must include time and expense detail, on the following parties (collectively, the "**Notice Parties**"): (i) LandAmerica Financial Group, Inc., 5600 Cox Road, Glen Allen, VA 23060 (Attn: Michelle H. Gluck, Executive Vice President and Chief Legal Officer; and Michael D. Beverly, Senior Vice President, Associate General Counsel and Corporate Secretary); (ii) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019-6099 (Attn: Rachel C. Strickland, Esq.), restructuring counsel to the Debtors; (iii) McGuireWoods LLP, One James Center, 901 East Cary Street, Richmond, Virginia 23219 (Attn: Dion W. Hayes, Esq.), co-restructuring counsel to the Debtors; and (iv) the Office of the United States Trustee for the Eastern District of Virginia, 701 East Broad Street, Suite 4304, Richmond, Virginia 23219 (Attn: Robert B. Van Arsdale), and (v) counsel to any statutorily appointed committee.

(a) Each Notice Party will have twenty (20) days after service of a Monthly Fee Request to review the request. Upon the expiration of the 20 day period, the Debtors will promptly pay each Professional its interim payment (the "**Actual Interim Payment**") equal to the lesser of (i) 85% of the fees and 100% of the expenses requested in the Monthly Fee Request (the "**Maximum Payment**") or (ii) 85% of the fees and 100% of the expenses not subject to an objection.

(b) If any Notice Party objects to a Professional's Monthly Fee Request, the objecting party shall, within twenty (20) days of service of the Monthly Fee Request, serve upon the respective Professional and each of the Notice Parties a written "**Notice of Objection to Monthly Fee Request**" setting forth the precise nature of the objection and the amount at issue. Thereafter, the objecting party and the Professional shall attempt to resolve the objection on a consensual basis. If the parties reach an agreement, the Debtors shall promptly pay 85% of the agreed upon fees and 100% of the agreed upon expenses. If the parties are unable to reach a resolution of the objection within twenty (20) days after service of the objection, the objecting party shall file its objection (the

**“Objection”**) with the Court within three (3) business days and serve such Objection on the respective Professional and each of the Notice Parties. Thereafter, the Professional may either: (i) file a response to the Objection with the Court, together with a request for payment of the difference, if any, between the Maximum Payment and the Actual Interim Payment made to the affected Professional (the **“Incremental Amount”**) or (ii) forego payment of the Incremental Amount until the next interim or final fee application hearing, at which time the Court will consider the Objection, if requested by the parties.

(c) Beginning with the approximately three-month period ending on February 28, 2009, and at three-month intervals thereafter (the **“Interim Fee Period”**), each of the Professionals must file with the Court and serve on the Notice Parties an interim fee application (the **“Interim Fee Application”**) for compensation and reimbursement of expenses sought in the Monthly Fee Requests served during such period. The Interim Fee Application must include a narrative discussion, as well as a summary of the Monthly Fee Requests that are the subject of the application and appropriate time and expense detail. Each Professional shall serve notice of its Interim Fee Application (which identifies the Professional seeking compensation, discloses the period for which the payment of compensation and reimbursement of expenses is being sought, and describes the amount of compensation and expenses sought) on all parties that have entered their appearance pursuant to Bankruptcy Rule 2002. Parties will have twenty (20) days after service of an Interim Fee Application to object thereto. Each Professional must file its Interim Fee Application within 45 days after the end of the Interim Fee Period for which the request seeks allowance of compensation and reimbursement of expenses. The first Interim Fee Application should cover the Interim Fee Period from the Petition Date through and including February 28, 2009. Any Professional that fails to file an Interim Fee Application when due will be ineligible to receive further interim payments of fees or expenses with respect to any subsequent Interim Fee Period until such time as an Interim Fee Application is filed and served by the Professional.

(d) The Debtors shall request that the Court schedule a hearing on the Interim Fee Applications at least once every three months, with the first hearing to be held on April 16, 2009 at 10:00 A.M. Eastern. The Court, in its discretion, may approve an uncontested Interim Fee Application without the need for a hearing, upon the Professional's filing of a certificate of no objection. Upon allowance by the Court of a Professional's Interim Fee Application, the Debtors shall be authorized to promptly pay such Professional all requested fees (including the 15% holdback) and expenses not previously paid.

(e) The pendency of an Objection to payment of compensation or reimbursement of expenses will not disqualify a Professional from the future payment of compensation or reimbursement of expenses.

(f) Neither the payment of nor the failure to pay, in whole or in part, monthly interim compensation and reimbursement of expenses, nor the filing of or failure to file an Objection, will bind any party-in-interest or the Court with respect to the allowance of interim or final applications for compensation and reimbursement of expenses of the

Professionals. All fees and expenses paid to the Professionals under these compensation procedures are subject to disgorgement until final allowance by the Court.

**EXHIBIT C**

**[Williams Mullen Bills Attached]**

**EXHIBIT C- SECURITIES**





WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.  
c/o Michelle H. Gluck, Esquire  
Executive Vice President and Chief Legal Officer  
5600 Cox Rd.  
Glen Allen, VA 23060

JULY 13, 2009

003697.0038

R. E. SPICER JR.

INVOICE NO. 637004

Regarding: SECURITIES

BILLING SUMMARY THROUGH June 30, 2009

Fees For Professional Services	\$3,192.00
Expenses and Advances	\$0.00
CURRENT BILLING	\$3,192.00
Previous Balance Due	\$1,428.00
<b>TOTAL BALANCE DUE</b>	<b>\$4,620.00</b>

To ensure proper credit, please return remittance page or refer to invoice number when payment is made.  
Invoices are payable upon receipt. Please make checks payable to: Williams Mullen.

If you have questions regarding this invoice, please contact  
Client Account Services at 888.783.8181 x 1502.

PLEASE REMIT TO OUR DEPOSIT ACCOUNT OR PAYMENT MAY BE MADE BY WIRE

WILLIAMS MULLEN  
P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.  
c/o Michelle H. Gluck, Esquire  
Executive Vice President and Chief Legal Officer  
5600 Cox Rd.  
Glen Allen, VA 23060

JULY 13, 2009  
003697.0038  
R. E. SPICER JR.  
INVOICE NO. 637004

Regarding: SECURITIES

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BILLING SUMMARY THROUGH June 30, 2009

Fees For Professional Services	\$3,192.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$3,192.00
Previous Balance Due	\$1,428.00
<b>TOTAL BALANCE DUE</b>	<b><u>\$4,620.00</u></b>

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WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0038

JULY 13, 2009  
Invoice No: 637004

FOR PROFESSIONAL SERVICES RENDERED

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
06/01/09	RES	Analyze securities law issues with respect to plan termination and sale of fractional share interests (.5); e-mail to M. Gluck re: same (.2).	0.70
06/11/09	RES	Begin review of stock purchase agreement for sale of shares in Founders Title Company (.7).	0.70
06/12/09	RES	Complete review of stock purchase agreement (.5); review 2002 stock purchase and stockholder agreements (.8); review and analyze securities law and other issues with respect to stock purchase agreement (.5); telephone call to M. Gluck re: comments on agreement (.3).	2.10
06/15/09	RES	Review blue sky representations in Stock Purchase Agreement re: Founders Title Co. (.3); review Utah Uniform Securities Act for exemptions for sale (1.2); telephone call to B. Johnson, Director of Corporate Finance at Utah Division of Securities to discuss exemptions (.4); prepare e-mail to M. Gluck on registration exemptions (.5).	2.40
06/29/09	MDR	EDGARize Form 11-K and Exhibit in HTML format (1.3); prepare submission header information file (.2); edit documents with client changes and e-mail documents to client (.2); test file submission (.1).	1.80
06/30/09	MDR	Electronically file Form 11-K and exhibits with the SEC (.2).	0.20



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LANDAMERICA FINANCIAL GROUP INC

Client: 003697

Matter: 0038

JULY 13, 2009

Invoice No: 637004

**TOTAL FOR SERVICES** \$3,192.00

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
R. E. SPICER JR.	\$480.00	5.90	\$2,832.00
M. D. RUNDSTROM	\$180.00	2.00	\$360.00

**TOTAL DISBURSEMENTS** \$0.00

**TOTAL THIS STATEMENT** \$3,192.00



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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

AUGUST 26, 2009  
003697.0038  
R. E. SPICER JR.  
INVOICE NO. 644230

Regarding: SECURITIES

**BILLING SUMMARY THROUGH July 31, 2009**

Fees For Professional Services	\$498.00
Expenses and Advances	<u>\$0.00</u>
<b>CURRENT BILLING</b>	<b>\$498.00</b>
 Previous Balance Due	 \$968.40
 <b>TOTAL BALANCE DUE</b>	 <b><u>\$1,466.40</u></b>

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WILLIAMS MULLEN  
P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

AUGUST 26, 2009  
003697.0038  
R. E. SPICER JR.  
INVOICE NO. 644230

Regarding: SECURITIES

---

BILLING SUMMARY THROUGH July 31, 2009

Fees For Professional Services	\$498.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$498.00
 Previous Balance Due	 \$968.40
 <b>TOTAL BALANCE DUE</b>	 <b><u>\$1,466.40</u></b>

---



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0038

AUGUST 26, 2009  
Invoice No: 644230

**FOR PROFESSIONAL SERVICES RENDERED**

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
07/21/09	RES	Review EDGAR version of Form 8-K re: monthly operating report (.3); review e-mails re: filing with SEC (.1).	0.40
07/21/09	NFW	Preparation for (conversion of all Excel tables to word and format for compliant EDGAR conversion) and EDGARization of Exhibit 99.1 (financials) of Form 8-K dated July 16, 2009 (1.3); minor revisions to same (.2); file same with Securities and Exchange Commission (.2).	1.70

**TOTAL FOR SERVICES** \$498.00

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
R. E. SPICER JR.	\$480.00	0.40	\$192.00
NANCY F. WAGNER	\$180.00	1.70	\$306.00

**TOTAL DISBURSEMENTS** \$0.00



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---

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0038

AUGUST 26, 2009  
Invoice No: 644230

**TOTAL THIS STATEMENT** \$498.00





**WILLIAMS MULLEN**

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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

SEPTEMBER 9, 2009

003697.0038

R. E. SPICER JR.

INVOICE NO. 645360

Regarding: SECURITIES

**BILLING SUMMARY THROUGH August 31, 2009**

Fees For Professional Services	\$1,350.00
Expenses and Advances	\$0.00
<b>CURRENT BILLING</b>	<b>\$1,350.00</b>
Previous Balance Due	\$1,466.40
<b>TOTAL BALANCE DUE</b>	<b>\$2,816.40</b>

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WILLIAMS MULLEN  
P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



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Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

SEPTEMBER 9, 2009  
003697.0038  
R. E. SPICER JR.  
INVOICE NO. 645360

Regarding: SECURITIES

---

BILLING SUMMARY THROUGH August 31, 2009

Fees For Professional Services	\$1,350.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$1,350.00
 Previous Balance Due	 \$1,466.40
 <b>TOTAL BALANCE DUE</b>	 <b><u>\$2,816.40</u></b>

---



**WILLIAMS MULLEN**

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LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0038

SEPTEMBER 9, 2009  
Invoice No: 645360

**FOR PROFESSIONAL SERVICES RENDERED**

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
08/07/09	RES	Telephone conference with A. King on Form 8-K filings relating to Chapter 11 plan (.4); review requirements of Item 1.03 of Form 8-K and analyze disclosure issues (.4); telephone conference with R. Strickland regarding Form 8-K issues relating to filing and confirmation of Chapter 11 plan (.3).	1.10
08/19/09	MDR	EDGARize Form 8-K in HTML format (.3); convert and reformat Excel spreadsheets to Word document to create Exhibit 99.1 (1.6); EDGARize Exhibit 99.1 in HTML format (.3); prepare submission header information file (.1); e-mail documents to client for review (.1); edit Exhibit 99.1 with client changes (.1); e-mail document to client for final review (.1).	2.60
08/26/09	RWH	Draft terminations and power of attorney for outstanding registration statements (1.2).	1.20
<b>TOTAL FOR SERVICES</b>			<b>\$1,350.00</b>



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LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0038

SEPTEMBER 9, 2009  
Invoice No: 645360

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
R. E. SPICER JR.	\$480.00	1.10	\$528.00
R.W. HULCHER	\$295.00	1.20	\$354.00
M. D. RUNDSTROM	\$180.00	2.60	\$468.00
<b>TOTAL DISBURSEMENTS</b>			<b>\$0.00</b>
<b>TOTAL THIS STATEMENT</b>			<b>\$1,350.00</b>

**EXHIBIT C- CASH BALANCE PLAN**



**WILLIAMS MULLEN**

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LandAmerica Financial Group, Inc.  
c/o Michelle H. Gluck, Esquire  
Executive Vice President and Chief Legal Officer  
5600 Cox Rd.  
Glen Allen, VA 23060

JULY 13, 2009

003697.0115

R. E. SPICER JR.

INVOICE NO. 637005

Regarding: CASH BALANCE PLAN

**BILLING SUMMARY THROUGH June 30, 2009**

Fees For Professional Services	\$3,108.00
Expenses and Advances	\$0.00
<b>CURRENT BILLING</b>	<b>\$3,108.00</b>
Previous Balance Due	\$9,015.05
<b>TOTAL BALANCE DUE</b>	<b><u>\$12,123.05</u></b>

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ACCOUNT #: 201145499

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Executive Vice President and Chief Legal Officer  
5600 Cox Rd.  
Glen Allen, VA 23060

JULY 13, 2009  
003697.0115  
R. E. SPICER JR.  
INVOICE NO. 637005

Regarding: CASH BALANCE PLAN

---

BILLING SUMMARY THROUGH June 30, 2009

Fees For Professional Services	\$3,108.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$3,108.00
Previous Balance Due	\$9,015.05
<b>TOTAL BALANCE DUE</b>	<b><u>\$12,123.05</u></b>

---



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0115

JULY 13, 2009  
Invoice No: 637005

FOR PROFESSIONAL SERVICES RENDERED

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
06/04/09	BMD	Review of Saba QDRO (1.5).	1.50
06/08/09	BMD	Review of Carter QDRO (1.3); conference with Ramsey (1.2).	2.50
06/09/09	BMD	Review of Scott QDRO and provide comments to N. Bunn (2.0); conference with IRS regarding determination letter (.4); review of revised Dewing QDRO (.8).	3.20
06/19/09	BMD	Review of Scott QDRO (.6); correspondence with N. Bunn (.6).	1.20
<b>TOTAL FOR SERVICES</b>			<b>\$3,108.00</b>

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
B. M. DEWITT	\$370.00	8.40	\$3,108.00
<b>TOTAL DISBURSEMENTS</b>			<b>\$0.00</b>





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LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0115

JULY 13, 2009  
Invoice No: 637005

**TOTAL THIS STATEMENT** **\$3,108.00**



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Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

AUGUST 26, 2009  
003697.0115  
R. E. SPICER JR.  
INVOICE NO. 644231

Regarding: CASH BALANCE PLAN

---

**BILLING SUMMARY THROUGH July 31, 2009**

Fees For Professional Services	\$1,110.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$1,110.00
Previous Balance Due	\$4,040.40
<b>TOTAL BALANCE DUE</b>	<b><u>\$5,150.40</u></b>

---

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ACCOUNT #: 201145499

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AUGUST 26, 2009  
003697.0115  
R. E. SPICER JR.  
INVOICE NO. 644231

Regarding: CASH BALANCE PLAN

---

BILLING SUMMARY THROUGH July 31, 2009

Fees For Professional Services	\$1,110.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$1,110.00
 Previous Balance Due	 \$4,040.40
 <b>TOTAL BALANCE DUE</b>	 <b><u>\$5,150.40</u></b>

---



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0115

AUGUST 26, 2009  
Invoice No: 644231

**FOR PROFESSIONAL SERVICES RENDERED**

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
07/15/09	BMD	Research regarding determination letter status (.5).	0.50
07/17/09	BMD	Review of revised Carter QDRO (1.8) and correspondence with K. Ramsey (.4).	2.20
07/22/09	BMD	Analysis of surviving spouse issue (.3).	0.30
<b>TOTAL FOR SERVICES</b>			<b>\$1,110.00</b>

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
B. M. DEWITT	\$370.00	3.00	\$1,110.00
<b>TOTAL DISBURSEMENTS</b>			<b>\$0.00</b>
<b>TOTAL THIS STATEMENT</b>			<b>\$1,110.00</b>



**WILLIAMS MULLEN**

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Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

SEPTEMBER 9, 2009

003697.0115

R. E. SPICER JR.

INVOICE NO. 645361

Regarding: CASH BALANCE PLAN

**BILLING SUMMARY THROUGH August 31, 2009**

Fees For Professional Services	\$5,953.00
Expenses and Advances	\$0.00
CURRENT BILLING	<u>\$5,953.00</u>
Previous Balance Due	\$5,150.40
<b>TOTAL BALANCE DUE</b>	<b><u>\$11,103.40</u></b>

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SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



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NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

SEPTEMBER 9, 2009  
003697.0115  
R. E. SPICER JR.  
INVOICE NO. 645361

Regarding: CASH BALANCE PLAN

---

**BILLING SUMMARY THROUGH August 31, 2009**

Fees For Professional Services	\$5,953.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$5,953.00
Previous Balance Due	\$5,150.40
<b>TOTAL BALANCE DUE</b>	<b><u>\$11,103.40</u></b>

---



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0115

SEPTEMBER 9, 2009  
Invoice No: 645361

**FOR PROFESSIONAL SERVICES RENDERED**

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
08/05/09	BMD	Review and revision of Saba QDRO (2.5).	2.50
08/18/09	BMD	Telephone conference with N. Bunn (.5); revise Scott QDRO (1.0); correspondence with M. Maslak regarding required plan amendments (.5); analysis of plan amendments (.5).	2.50
08/19/09	BMD	Dewing QDRO review (.8).	0.80
08/26/09	BMD	Review of IRS determination letter and required amendments (1.8); review and revise QDROs (2.4).	4.20
08/27/09	CGP	Review IRS Favorable Determination Letter (.3); draft letter to M. Maslak regarding required amendments (.9).	1.20
08/28/09	BMD	Revise the Scott and Saba QDRO (2.0); correspondence with N. Bunn (.5).	2.50
08/28/09	EPH	Amend and restate the LandAmerica Cash Balance Plan for the changes in the regulations under Code section 415 on account limits (1.3).	1.30
08/28/09	EPH	Prepare 415 amendment to the Cash Balance Plan to comply with changes under Code Section 415 (.5).	0.50
08/31/09	BMD	Analysis of Scott QDRO (.5); follow up questions from N. Bunn (.3).	0.80
08/31/09	EPH	Amend the Cash Balance Plan for Code Section 415 (1.5).	1.50
08/31/09	EPH	Draft 415 amendment to the Cash Balance Plan (.1);	0.30



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LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0115

SEPTEMBER 9, 2009  
Invoice No: 645361

DATE	ATTY	DESCRIPTION	HOURS
		review benefit forms under the plan and benefit adjustment language under the code (.2).	
		<b>TOTAL FOR SERVICES</b>	<b>\$5,953.00</b>

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
B. M. DEWITT	\$370.00	13.30	\$4,921.00
ELINOR P. HINDSLEY	\$230.00	3.60	\$828.00
C. G. POLLOCK	\$170.00	1.20	\$204.00
		<b>TOTAL DISBURSEMENTS</b>	<b>\$0.00</b>
		<b>TOTAL THIS STATEMENT</b>	<b>\$5,953.00</b>



**EXHIBIT C- EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN**



**WILLIAMS MULLEN**

A Professional Corporation

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LandAmerica Financial Group, Inc.  
c/o Michelle H. Gluck, Esquire  
Executive Vice President and Chief Legal Officer  
5600 Cox Rd.  
Glen Allen, VA 23060

JULY 13, 2009  
003697.0116  
R. E. SPICER JR.  
INVOICE NO. 637006

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

**BILLING SUMMARY THROUGH June 30, 2009**

Fees For Professional Services	\$5,476.00
Expenses and Advances	\$0.00
CURRENT BILLING	\$5,476.00
Previous Balance Due	\$8,771.80
<b>TOTAL BALANCE DUE</b>	<b>\$14,247.80</b>

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P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



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LandAmerica Financial Group, Inc.  
c/o Michelle H. Gluck, Esquire  
Executive Vice President and Chief Legal Officer  
5600 Cox Rd.  
Glen Allen, VA 23060

JULY 13, 2009  
003697.0116  
R. E. SPICER JR.  
INVOICE NO. 637006

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

---

BILLING SUMMARY THROUGH June 30, 2009

Fees For Professional Services	\$5,476.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$5,476.00
 Previous Balance Due	 \$8,771.80
 <b>TOTAL BALANCE DUE</b>	 <b><u>\$14,247.80</u></b>

---



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0116

JULY 13, 2009  
Invoice No: 637006

**FOR PROFESSIONAL SERVICES RENDERED**

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
06/01/09	BMD	Review and analysis of Scott, Escobedo and Carter QDROs (3.5).	3.50
06/09/09	BMD	Review of Dewing QDRO (.5); respond to alternate payee attorney's follow-up questions (.8).	1.30
06/10/09	BMD	Correspondence with B. Tuthill regarding Dewing QDRO revision (.5); analysis of Tuthill's follow-up questions (2.0); analysis of M. Maslak's spin off questions (1.0).	3.50
06/11/09	BMD	Analysis of plan spin off issue (.5).	0.50
06/12/09	BMD	Analysis of Dewing QDRO rollover issue (.5).	0.50
06/17/09	BMD	Analysis of B. Tuthill's QDRO questions (.5); analysis of allocation of Janus Fair Fund settlement proceeds (4.5); review of Kelly QDRO (.5).	5.50
<b>TOTAL FOR SERVICES</b>			<b>\$5,476.00</b>



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

---

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0116

JULY 13, 2009  
Invoice No: 637006

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
B. M. DEWITT	\$370.00	14.80	\$5,476.00
<b>TOTAL DISBURSEMENTS</b>			<b>\$0.00</b>
<b>TOTAL THIS STATEMENT</b>			<b>\$5,476.00</b>



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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

AUGUST 26, 2009  
003697.0116  
R. E. SPICER JR.  
INVOICE NO. 644232

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

BILLING SUMMARY THROUGH July 31, 2009

Fees For Professional Services	\$5,054.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$5,054.00
Previous Balance Due	\$3,610.05
<b>TOTAL BALANCE DUE</b>	<b><u>\$8,664.05</u></b>

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WILLIAMS MULLEN  
P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



WILLIAMS MULLEN

A Professional Corporation

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---

LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

AUGUST 26, 2009  
003697.0116  
R. E. SPICER JR.  
INVOICE NO. 644232

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

---

BILLING SUMMARY THROUGH July 31, 2009

Fees For Professional Services	\$5,054.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$5,054.00
 Previous Balance Due	 \$3,610.05
 <b>TOTAL BALANCE DUE</b>	 <b><u>\$8,664.05</u></b>

---



**WILLIAMS MULLEN**

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NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0116

AUGUST 26, 2009  
Invoice No: 644232

**FOR PROFESSIONAL SERVICES RENDERED**

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
07/06/09	BMD	QDRO review (1.1) and analysis of M. Maslak's questions (.4).	1.50
07/08/09	BMD	Analysis of QDRO issue (.8).	0.80
07/27/09	BMD	Conference with M. Maslak regarding research (1.6) and analysis regarding required pre-termination amendments (2.2).	3.80
07/28/09	BMD	Prepare plan amendments (4.5).	4.50
07/29/09	BMD	Prepare PPA amendment (1.8).	1.80
07/30/09	CMM	Conference with B. DeWitt regarding amending forfeiture provisions (.2).	0.20
07/30/09	BMD	Conference with M. Maslak (.3) and revise amendment (.7).	1.00
<b>TOTAL FOR SERVICES</b>			<b>\$5,054.00</b>





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---

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0116

AUGUST 26, 2009  
Invoice No: 644232

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
C. M. MARRIOTT	\$480.00	0.20	\$96.00
B. M. DEWITT	\$370.00	13.40	\$4,958.00
<b>TOTAL DISBURSEMENTS</b>			<b>\$0.00</b>
<b>TOTAL THIS STATEMENT</b>			<b>\$5,054.00</b>



**WILLIAMS MULLEN**

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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

SEPTEMBER 9, 2009

003697.0116

R. E. SPICER JR.

INVOICE NO. 645362

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

**BILLING SUMMARY THROUGH August 31, 2009**

Fees For Professional Services	\$185.00
Expenses and Advances	\$0.00
CURRENT BILLING	\$185.00
Previous Balance Due	\$8,664.05
<b>TOTAL BALANCE DUE</b>	<b>\$8,849.05</b>

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P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

SEPTEMBER 9, 2009  
003697.0116  
R. E. SPICER JR.  
INVOICE NO. 645362

Regarding: EMPLOYEE SAVINGS AND STOCK OWNERSHIP PLAN

---

**BILLING SUMMARY THROUGH August 31, 2009**

Fees For Professional Services	\$185.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$185.00
Previous Balance Due	\$8,664.05
<b>TOTAL BALANCE DUE</b>	<b><u>\$8,849.05</u></b>

---



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0116

SEPTEMBER 9, 2009  
Invoice No: 645362

FOR PROFESSIONAL SERVICES RENDERED

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
08/19/09	BMD	Dewing QDRO review (.5).	0.50
<b>TOTAL FOR SERVICES</b>			<b>\$185.00</b>

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
B. M. DEWITT	\$370.00	0.50	\$185.00
<b>TOTAL DISBURSEMENTS</b>			<b>\$0.00</b>
<b>TOTAL THIS STATEMENT</b>			<b>\$185.00</b>

**EXHIBIT C- GENERAL EMPLOYEE BENEFITS**



**WILLIAMS MULLEN**

A Professional Corporation

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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

AUGUST 26, 2009  
003697.0241  
R. E. SPICER JR.  
INVOICE NO. 644233

Regarding: GENERAL EMPLOYEE BENEFITS

**BILLING SUMMARY THROUGH July 31, 2009**

Fees For Professional Services	\$144.00
Expenses and Advances	\$0.00
<b>CURRENT BILLING</b>	<b>\$144.00</b>
Previous Balance Due	\$53.25
<b>TOTAL BALANCE DUE</b>	<b>\$197.25</b>

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WILLIAMS MULLEN  
P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

AUGUST 26, 2009  
003697.0241  
R. E. SPICER JR.  
INVOICE NO. 644233

Regarding: GENERAL EMPLOYEE BENEFITS

---

BILLING SUMMARY THROUGH July 31, 2009

Fees For Professional Services	\$144.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$144.00
 Previous Balance Due	 \$53.25
 <b>TOTAL BALANCE DUE</b>	 <b><u>\$197.25</u></b>

---



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0241

AUGUST 26, 2009  
Invoice No: 644233

**FOR PROFESSIONAL SERVICES RENDERED**

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
07/24/09	CMM	Telephone call with K. Fief (Fidelity) regarding Hexter-Fair plan and review file regarding same (.3).	0.30
<b>TOTAL FOR SERVICES</b>			<b>\$144.00</b>

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
C. M. MARRIOTT	\$480.00	0.30	\$144.00
<b>TOTAL DISBURSEMENTS</b>			<b>\$0.00</b>
<b>TOTAL THIS STATEMENT</b>			<b>\$144.00</b>





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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

SEPTEMBER 9, 2009

003697.0241

R. E. SPICER JR.

INVOICE NO. 645363

Regarding: GENERAL EMPLOYEE BENEFITS

**BILLING SUMMARY THROUGH August 31, 2009**

Fees For Professional Services  
Expenses and Advances  
CURRENT BILLING

\$240.00

\$0.00

\$240.00

Previous Balance Due

\$197.25

**TOTAL BALANCE DUE**

**\$437.25**

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P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

SEPTEMBER 9, 2009  
003697.0241  
R. E. SPICER JR.  
INVOICE NO. 645363

Regarding: GENERAL EMPLOYEE BENEFITS

---

BILLING SUMMARY THROUGH August 31, 2009

Fees For Professional Services	\$240.00
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$240.00
Previous Balance Due	\$197.25
<b>TOTAL BALANCE DUE</b>	<b><u>\$437.25</u></b>

---



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0241

SEPTEMBER 9, 2009  
Invoice No: 645363

**FOR PROFESSIONAL SERVICES RENDERED**

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS
08/11/09	CMM	Telephone call with Fidelity regarding Hexter-Fair plan (.5).	0.50
<b>TOTAL FOR SERVICES</b>			<b>\$240.00</b>

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
C. M. MARRIOTT	\$480.00	0.50	\$240.00
<b>TOTAL DISBURSEMENTS</b>			<b>\$0.00</b>
<b>TOTAL THIS STATEMENT</b>			<b>\$240.00</b>

**EXHIBIT C- BANKRUPTCY**



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.  
c/o Michelle H. Gluck, Esquire  
Executive Vice President and Chief Legal Officer  
5600 Cox Rd.  
Glen Allen, VA 23060

JULY 13, 2009

003697.0356

R. E. SPICER JR.

INVOICE NO. 637007

Regarding: BANKRUPTCY

**BILLING SUMMARY THROUGH June 30, 2009**

Fees For Professional Services	\$3,108.00
Expenses and Advances	\$35.10
CURRENT BILLING	<u>\$3,143.10</u>
Previous Balance Due	\$6,975.55
<b>TOTAL BALANCE DUE</b>	<b><u>\$10,118.65</u></b>

To ensure proper credit, please return remittance page or refer to invoice number when payment is made.

**Invoices are payable upon receipt. Please make checks payable to: Williams Mullen.**

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WILLIAMS MULLEN  
P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.  
c/o Michelle H. Gluck, Esquire  
Executive Vice President and Chief Legal Officer  
5600 Cox Rd.  
Glen Allen, VA 23060

JULY 13, 2009  
003697.0356  
R. E. SPICER JR.  
INVOICE NO. 637007

Regarding: BANKRUPTCY

---

BILLING SUMMARY THROUGH June 30, 2009

Fees For Professional Services	\$3,108.00
Expenses and Advances	<u>\$35.10</u>
CURRENT BILLING	\$3,143.10
 Previous Balance Due	 \$6,975.55
 <b>TOTAL BALANCE DUE</b>	 <b><u>\$10,118.65</u></b>

---



WILLIAMS MULLEN

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0356

JULY 13, 2009  
Invoice No: 637007

FOR PROFESSIONAL SERVICES RENDERED

ITEMIZED SERVICES BILL

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
06/03/09	RJN	Review LandAmerica bankruptcy docket to monitor proceedings (2.0).	2.00	\$460.00
06/04/09	RJN	Review LandAmerica bankruptcy docket and adversary proceedings (1.0).	1.00	\$230.00
06/05/09	RJN	Continue to review LandAmerica bankruptcy docket and review adversary proceedings (2.0).	2.00	\$460.00
06/10/09	RES	Conference with J. Noble on court order and interim fee application (.2).	0.20	\$96.00
06/10/09	RJN	Review and analyze Interim Compensation Order (.2); prepare for filing Second Interim Compensation Application for the period of March 1- May 31 (.5).	0.70	\$161.00
06/12/09	RES	Review and preparation of Monthly Fee Request for May 2009 (.5); prepare e-mail for distribution of Monthly Fee Request to various parties (.4).	0.90	\$432.00
06/15/09	RJN	Draft Second Interim Fee Application for fees and expenses incurred from March 1st through May 31st (2.0); calculate total hours and fees for the interim period in preparation of exhibits to application (.5).	2.50	\$575.00
06/17/09	WHS	Brief review of pleadings and filings (.2).	0.20	\$96.00



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC

Client: 003697

Matter: 0356

JULY 13, 2009

Invoice No: 637007

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
06/19/09	RJN	Review and revise Second Interim Fee Application (.2); calculate fees and expenses (.2).	0.40	\$92.00
06/25/09	RJN	Review Williams Mullen monthly bills (.5); review calculations of fees and expenses in Interim Fee Application (.5); draft Notice of Second Interim Fee Application and Hearing Thereon (1.2).	2.20	\$506.00

**TOTAL FOR SERVICES** \$3,108.00

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
W. SCHWARZSCHILD III	\$480.00	0.20	\$96.00
R. E. SPICER JR.	\$480.00	1.10	\$528.00
ROBERT J. NOBLE	\$230.00	10.80	\$2,484.00

**DISBURSEMENTS**

Photocopies	\$35.10
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**TOTAL DISBURSEMENTS** \$35.10





WILLIAMS MULLEN

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---

LANDAMERICA FINANCIAL GROUP INC

Client: 003697

Matter: 0356

JULY 13, 2009

Invoice No: 637007

**TOTAL THIS STATEMENT**

**\$3,143.10**



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

AUGUST 26, 2009  
003697.0356  
R. E. SPICER JR.  
INVOICE NO. 644234

Regarding: BANKRUPTCY

**BILLING SUMMARY THROUGH July 31, 2009**

Fees For Professional Services	\$5,177.00
Expenses and Advances	<u>\$31.05</u>
CURRENT BILLING	\$5,208.05
Previous Balance Due	\$3,444.37
<b>TOTAL BALANCE DUE</b>	<b><u>\$8,652.42</u></b>

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WILLIAMS MULLEN  
P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



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Glen Allen, VA 23060

AUGUST 26, 2009  
003697.0356  
R. E. SPICER JR.  
INVOICE NO. 644234

Regarding: BANKRUPTCY

---

**BILLING SUMMARY THROUGH July 31, 2009**

Fees For Professional Services	\$5,177.00
Expenses and Advances	<u>\$31.05</u>
CURRENT BILLING	\$5,208.05
 Previous Balance Due	 \$3,444.37
 <b>TOTAL BALANCE DUE</b>	 <b><u>\$8,652.42</u></b>

---



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0356

AUGUST 26, 2009  
Invoice No: 644234

**FOR PROFESSIONAL SERVICES RENDERED**

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
07/06/09	WHS	Brief review of docket (.1) and correspondence regarding upcoming applications (.1).	0.20	\$96.00
07/07/09	WHS	Review pleadings and applications and comment on same (.5).	0.50	\$240.00
07/07/09	RES	Begin review of draft of Second Interim Fee Application (.5); telephone call with M. Gluck (.3); analyze application of Articles of Incorporation and Virginia law to proposed provisions of Chapter 11 plan (1.8).	2.60	\$1,248.00
07/08/09	RES	Analyze issues of Virginia law and Articles of Incorporation in connection with proposed Chapter 11 plan (1.0); telephone conference with M. Gluck re: same (.3); review Notice and Second Interim Fee Application (including Monthly Fee Requests) and revise documents for court filing (1.8); conference with J. Noble re: same (.2).	3.30	\$1,584.00
07/08/09	RJN	Revised Second Interim Fee Application and Notice (.4).	0.40	\$92.00
07/13/09	WHS	Review interim application and related follow up (.3).	0.30	\$144.00
07/13/09	RJN	Draft Certificate of Service for Notice of	0.40	\$92.00



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A Professional Corporation

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LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0356

AUGUST 26, 2009  
Invoice No: 644234

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
		Second Interim Fee Application and arrange for service to be given by McGuireWoods to all requisite parties (.2); revise Second Interim Fee Application to reflect the April bills payment by LandAmerica (.2).		
07/14/09	WHS	Follow up on filing of application and related timing details (.2).	0.20	\$96.00
07/14/09	RES	Review billing in preparation for filing Second Interim Fee Application (.3); conference with J. Noble and e-mail on filing with bankruptcy court (.2).	0.50	\$240.00
07/14/09	RJN	Revise Interim Fee Application and Notice for payment of May's bills (.5); correspond with Richard Blair at McGuireWoods to arrange for certificate of service (.3).	0.80	\$184.00
07/15/09	WHS	Review filings by R. Noble and related follow up and instructions (.3).	0.30	\$144.00
07/15/09	RJN	File Second Interim Fee Application along with Notice of Hearing with Bankruptcy Court's electronic filing system (.6); compile all exhibits in preparation of filing (.5); correspond with R. Blair at McGuireWoods regarding certificate of service (.4).	1.50	\$345.00
07/16/09	RES	Preparation of Monthly Fee Request for June (.5); review invoices in Word and Excel formats (.4); e-mail Monthly Fee Request to client and interested parties (.5).	1.40	\$672.00
<b>TOTAL FOR SERVICES</b>				<b>\$5,177.00</b>



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---

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0356

AUGUST 26, 2009  
Invoice No: 644234

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
W. SCHWARZSCHILD III	\$480.00	1.50	\$720.00
R. E. SPICER JR.	\$480.00	7.80	\$3,744.00
ROBERT J. NOBLE	\$230.00	3.10	\$713.00

**DISBURSEMENTS**

Photocopies	\$31.05
<b>TOTAL DISBURSEMENTS</b>	<b>\$31.05</b>
<b>TOTAL THIS STATEMENT</b>	<b>\$5,208.05</b>



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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

SEPTEMBER 9, 2009

003697.0356

R. E. SPICER JR.

INVOICE NO. 645364

Regarding: **BANKRUPTCY**

**BILLING SUMMARY THROUGH August 31, 2009**

Fees For Professional Services	\$3,778.50
Expenses and Advances	\$0.00
CURRENT BILLING	<u>\$3,778.50</u>
Previous Balance Due	\$8,652.42
<b>TOTAL BALANCE DUE</b>	<u><b>\$12,430.92</b></u>

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WILLIAMS MULLEN  
P. O. BOX 91719  
RICHMOND, VA 23291-1719

SUNTRUST BANK  
ABA #: 061000104  
ACCOUNT #: 201145499

*Williams Mullen Clark & Dobbins, P.C. TIN 54-1246519*



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LandAmerica Financial Group, Inc.  
Anna M. King, Esquire Vice President & Corporate Counsel  
5600 Cox Rd.  
Glen Allen, VA 23060

SEPTEMBER 9, 2009  
003697.0356  
R. E. SPICER JR.  
INVOICE NO. 645364

Regarding: BANKRUPTCY

---

BILLING SUMMARY THROUGH August 31, 2009

Fees For Professional Services	\$3,778.50
Expenses and Advances	<u>\$0.00</u>
CURRENT BILLING	\$3,778.50
Previous Balance Due	\$8,652.42
<b>TOTAL BALANCE DUE</b>	<b><u>\$12,430.92</u></b>

---





**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0356

SEPTEMBER 9, 2009  
Invoice No: 645364

**FOR PROFESSIONAL SERVICES RENDERED**

**ITEMIZED SERVICES BILL**

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
08/05/09	WHS	Correspondence regarding hearing and related follow up (.2).	0.20	\$96.00
08/13/09	RES	Review file in preparation for hearing on August 25 (.3).	0.30	\$144.00
08/24/09	WHS	Review objections and docket for upcoming hearing (.4).	0.40	\$192.00
08/24/09	RES	Prepare for hearing on Second Interim Fee Application (.9); conference with B. Perrow re: same (.2); analyze deregistration of SEC registration statements in connection with adoption of Chapter 11 plan (.4); discuss deregistrations with W. Hulcher (.3).	1.80	\$864.00
08/24/09	RDP	Prepare for hearing on fee application (.3).	0.30	\$127.50
08/24/09	RJN	Review LandAmerica docket and agenda for hearing scheduled for August 25th concerning Second Interim Fee Application; preparation for Omnibus Hearing.	0.40	\$92.00
08/25/09	RES	Review Second Interim Fee Application (.3); prepare for bankruptcy court hearing (.7); attend court hearing (1.5); follow up on submission of order to court (.3).	2.80	\$1,344.00
08/25/09	RDP	Prepare for and attend omnibus hearing on Williams Mullen fee application (1.8).	1.80	\$765.00



**WILLIAMS MULLEN**

A Professional Corporation

NORTH CAROLINA • VIRGINIA • WASHINGTON, D.C. • LONDON

LANDAMERICA FINANCIAL GROUP INC  
Client: 003697  
Matter: 0356

SEPTEMBER 9, 2009  
Invoice No: 645364

DATE	ATTY	DESCRIPTION	HOURS	AMOUNT
08/25/09	RJN	Prepare Order approving Second Interim Fee Application for filing with the Bankruptcy Court (.3).	0.30	\$69.00
08/31/09	RDP	Electronic submittal of Order awarding fees (.2).	0.20	\$85.00
<b>TOTAL FOR SERVICES</b>				<b>\$3,778.50</b>

**ATTORNEY RECAP**

NAME	RATE	HOURS	VALUE
W. SCHWARZSCHILD III	\$480.00	0.60	\$288.00
R. E. SPICER JR.	\$480.00	4.90	\$2,352.00
R. D. PERROW	\$425.00	2.30	\$977.50
ROBERT J. NOBLE	\$230.00	0.70	\$161.00
<b>TOTAL DISBURSEMENTS</b>			<b>\$0.00</b>
<b>TOTAL THIS STATEMENT</b>			<b>\$3,778.50</b>

**EXHIBIT D**

United States Bankruptcy Court  
 Eastern District of Virginia  
 Richmond Division  
 In re LandAmerica Financial Group, Inc., Case No. 08-35994 (KRH)  
**Fee Application Summary**  
 Applicant: Williams Mullen  
 Special Corporate Counsel to the Debtor

Interim Fee Period  
 June 1, 2009 through August 31, 2009

<u>Categories</u>	<u>Hours</u>	<u>Amount</u>
Securities	14.9	\$5,040.00
Cash Balance Plan	29.5	\$10,171.00
Employee Savings and Stock Ownership Plan	28.9	\$10,715.00
General Employee Benefits	0.8	\$384.00
Bankruptcy	<u>33.0</u>	<u>\$12,063.50</u>
<b>TOTAL HOURS/TOTAL FEES</b>	107.1	\$38,373.50

**Total Fees:** **\$38,373.50**  
**Amount Paid by Debtor after Seventh Monthly Fee Request:** **\$12,651.40**  
**Amount Paid by Debtor after Eighth Monthly Fee Request:** **\$10,185.55**  
**Amount Paid by Debtor after Ninth Monthly Fee Request:** **\$9,780.53**

**Remaining Amount Due in Compensation:** **\$5,756.02**

Month	Fees	Fees Paid	Expenses	Expenses Paid	Total Outstanding
June	\$14,884.00	\$12,651.40	\$35.10	\$35.10	\$2,232.60
July	\$11,983.00	\$10,185.55	\$31.05	\$31.05	\$1,797.45
August	\$11,506.50	\$9,780.53	\$0.00	\$0.00	\$1,725.97
<b>Total</b>	<b>\$38,373.50</b>	<b>\$32,617.48</b>	<b>\$66.15</b>	<b>\$66.15</b>	<b>\$5,756.02</b>

**Total Expenses:** **\$66.15**  
**Amount Paid by Debtor after Seventh Monthly Fee Request:** **\$35.10**  
**Amount Paid by Debtor after Eighth Monthly Fee Request:** **\$31.05**  
**Amount Paid by Debtor after Ninth Monthly Fee Request:** **\$0.00**

**Remaining Amount Due in Expense Reimbursement:** **\$0.00**

**EXHIBIT E**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:	)	
LANDAMERICA FINANCIAL	)	Chapter 11
GROUP, INC.,	)	
	)	Case No. 08-35994 (KRH)
Debtor.	)	

**ORDER ALLOWING INTERIM  
COMPENSATION AND EXPENSE REIMBURSEMENT  
(Williams Mullen)**

This matter came before the Court upon the Third Interim Application Of Williams Mullen For Allowance Of Compensation And Expense Reimbursement As Special Corporate Counsel To The Debtor (the "Application") filed by Williams, Mullen, Clark & Dobbins, P.C. ("Williams Mullen"); and it appearing to the Court that (i) Williams Mullen provided proper notice of the Application to all necessary parties; (ii) no objections to the Application have been filed; and (iii) the request for compensation of expenses as allowed herein is reasonable, it is hereby ORDERED that:

1. The Application is hereby approved in its entirety, and the compensation for the Interim Fee Period (June 1, 2009 through August 31, 2009) in the total amount of \$38,373.50 is hereby approved, and the Debtor is hereby authorized and directed to pay Williams Mullen the unpaid portion of such compensation.
2. The reimbursement of expenses for the Interim Fee Period in the total amount of \$66.15 is hereby approved, and the Debtor is hereby authorized and directed to pay Williams Mullen any unpaid portion of such reimbursements.
3. Upon entry the Clerk shall serve by electronic delivery or first class mail, postage-

prepaid, copies of this Order on the Office of the United States Trustee and Williams Mullen.

ENTER:

UNITED STATES BANKRUPTCY JUDGE

We ask for this:

Robert E. Spicer, Jr. (VSB No. 24194)  
William H. Schwarzschild III (VSB No. 15274)  
R. Joseph Noble (VSB No. 77138)  
Williams Mullen  
1021 East Cary Street  
Richmond, Virginia 23219  
Tel: 804.783.6432  
Fax: 804.783.6507

*Counsel for the Debtor*

**LOCAL RULE 9022-1 CERTIFICATION**

In accordance with Local Rule 9022-1, the foregoing proposed order has been endorsed by or served upon all necessary parties.

Counsel